

BEFORE THE TENNESSEE REGULATORY AUTHORITY

NASHVILLE, TENNESSEE

June 30, 2005

IN RE:

JOINT PETITION FOR APPROVAL TO TRANSFER
AUTHORITY TO PROVIDE TELECOMMUNICATIONS
SERVICES AND TO SELL ASSETS OF KMC TELECOM III
LLC AND CENTURYTEL ACQUISITION, LLC

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DOCKET NO.
05-00092

ORDER CONVENING A CONTESTED CASE, GRANTING INTERVENTION
AND APPOINTING A HEARING OFFICER

This matter came before Chairman Pat Miller, Director Sara Kyle and Director Ron Jones of the Tennessee Regulatory Authority (the "Authority"), the voting panel assigned to this docket, at a regularly scheduled Authority Conference held on May 16, 2005 for consideration of the *Joint Request for Approval to Transfer Authority to Provide Telecommunications Services and to Sell Assets* filed on March 30, 2005 by KMC Telecom III, LLC and CenturyTel Acquisition, LLC. On May 5, 2005, BellSouth Telecommunications, Inc. ("BellSouth") filed a *Petition of BellSouth Telecommunications, Inc. for Leave to Intervene* ("Petition to Intervene") in this matter. During the May 16, 2005 Authority Conference, the panel voted unanimously to convene a contested case, grant BellSouth's *Petition to Intervene* and appoint the Authority's General Counsel or his designee to act as the Hearing Officer in this matter to hear preliminary matters prior to the Hearing and to set a procedural schedule to completion on an expedited basis.

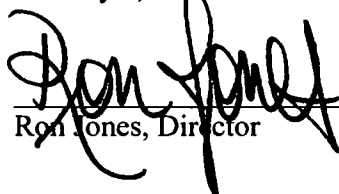
IT IS SO ORDERED.



Pat Miller, Chairman



Sara Kyle, Director



Ron Jones, Director